

From: [Mark Ralston](#)
To: [Ellis, Caroline W.](#)
Cc: [Cohen, Jason](#); [Dodson, Chris](#)
Subject: RE: Culebra Motion to Expedite [IWOV-Legal.FID117267]
Date: Friday, August 27, 2021 1:30:54 PM
Attachments: [image001.jpg](#)
[image002.jpg](#)
[WC Culebra Crossing - Discovery Responses - Lender.XLSX](#)

Caroline,

Attached is the chart reflecting what we believe are deficiencies in Timber Culebra's document production.

I'll talk to you at 2 pm.

Best,

Mark H. Ralston | Attorney
FISHMAN | JACKSON | RONQUILLO PLLC
13155 Noel Road, Suite 700 | Dallas, Texas 75240
Direct Dial: 972.419.5544 | Fax: 972.419.5501
Email: mralston@fjrpllc.com



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From: Ellis, Caroline W. <caroline.w.ellis@bracewell.com>
Sent: Friday, August 27, 2021 10:02 AM
To: Mark Ralston <mralston@fjrpllc.com>
Cc: Cohen, Jason <jason.cohen@bracewell.com>; Dodson, Chris <chris.dodson@bracewell.com>
Subject: RE: Culebra Motion to Expedite [IWOV-Legal.FID117267]

Let's do 2 pm to give you enough time.

Happy to discuss our production responses as well. Send over the chart whenever you get the chance and I'll review with my client. I am pretty open on Tuesday to discuss those.

From: Mark Ralston [<mailto:mralston@fjrpllc.com>]

Sent: Friday, August 27, 2021 9:56 AM

To: Ellis, Caroline W. <caroline.w.ellis@bracewell.com>

Cc: Cohen, Jason <jason.cohen@bracewell.com>; Dodson, Chris <chris.dodson@bracewell.com>

Subject: RE: Culebra Motion to Expedite [IWOV-Legal.FID117267]

Caroline, do you mind if we push our meeting to sometime between noon to 2 pm CT today? (I'm a bit jammed up on other WC matters). You name the time.

Also, the Debtor also has concerns about your client's production responses. I will forward a chart that we prepared regarding same. Perhaps we could schedule a time to discuss early next week?

Best,

Mark H. Ralston | Attorney
FISHMAN | JACKSON | RONQUILLO PLLC
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From: Ellis, Caroline W. <caroline.w.ellis@bracewell.com>

Sent: Thursday, August 26, 2021 9:55 AM

To: Mark Ralston <mrалston@fjrpllc.com>

Cc: Cohen, Jason <jason.cohen@bracewell.com>; Dodson, Chris <chris.dodson@bracewell.com>

Subject: Re: Culebra Motion to Expedite [IWOV-Legal.FID117267]

Mark,

Does tomorrow work? I am traveling today. Available any time at your convenience tomorrow.

Thanks,

Caroline

CAROLINE W. ELLIS

Associate

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On Aug 26, 2021, at 10:52 AM, Mark Ralston <mrалston@fjrpllc.com> wrote:

Caroline, I would like to work out the production issues with a realistic timeline for production of any deficiencies with the expectation of submitting an agreed order. I will review your list with my client. Would you be available later this afternoon to discuss?

Best,

Mark H. Ralston | Attorney
FISHMAN | JACKSON | RONQUILLO PLLC
13155 Noel Road, Suite 700 | Dallas, Texas 75240
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<image001.jpg>

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From: Ellis, Caroline W. <caroline.w.ellis@bracewell.com>
Sent: Wednesday, August 25, 2021 8:12 PM
To: Mark Ralston <mrалston@fjrpllc.com>
Cc: Cohen, Jason <jason.cohen@bracewell.com>; Dodson, Chris <chris.dodson@bracewell.com>
Subject: Culebra Motion to Expedite

Mark,

We are planning on filing a motion to expedite our motion for contempt [dkt. 51] tomorrow morning in the Culebra case. Please let us know if you object to having this heard on an expedited basis, or if there are any days next week that don't work for you.

Thanks,

Caroline

CAROLINE W. ELLIS

Associate

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[<image002.jpg>](#)

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Request	Documents	Production
1	Documents that identify name and address of employees, directors, managers, and officers	5259 - 5280 (members and managers only)
2	Documents that identify name and address of agents and representatives, including substitute trustees	5217 - 5226
3	Documents that identify Lender's members and owners, including beneficial/ultimate beneficial owners	5259 - 5280 (but note, no documents showing beneficial/ultimate beneficial owners)
4	Documents that identify Lender's (in)direct control persons	No production
5	Documents that identify ownership and source of funds to purchase note, including ownership and sources of funds for lenders or investors of Lender	No production
6	Formation documents for Lender and its members and managers	5259 - 5280
7	Partnership agreements and operating agreements for Lender and its members and managers	5259 - 5280
8	Minutes for meetings regarding the Property or Guarantor, whether meeting was held by Lender or its control persons	No production
9	All agreements regarding Debtor or the Property	1 - 50, 60 - 66, 351 - 396, 402 - 422, 435 - 544, 891 - 903, 991 - 1075, 4718 - 4888
10	Documents regarding subscription agreements, investment documents, and investment reports involving Debtor or the Property	No production
11	Business plans, budgets, forecasts, and projections regarding Debtor, the Property, or the note purchase	No production
12	Documents regarding rents paid to Lender or the previous lender	1736 - 4081, 5115 - 5117

13	Documents regarding Debtor, the Property, or the Loan that Lender received from the previous lender	1 - 1518, 1434 - 1602
14	Documents and communications with the previous lender regarding Debtor, the Property, or the Loan	4082 - 4945 (communications between Riley and Santos mostly, though some have Bayne, B. Hardeman, and W. Hardeman cc'd)
15	Documents and communications supporting the amounts set out in the payoff request(s)	1084 - 89 (nothing substantive)
16	Documents and communications regarding the amounts set out in the payoff request(s)	1089 (nothing substantive)
17	Documents regarding communications and agreements between Lender and its members, equity holders, and beneficial owners regarding Debtor, the Property, or the note purchase	No production
18	Documents regarding funding sources for the note purchase, including solicitation materials	No production
19	Documents regarding the note purchase, including documents Lender used to determine whether to purchase the note	1603 - 1735, 5195 - 5202
20	Documents and communications regarding the Property or the note purchase, including internal communications and communications with the previous lender (e.g., loan files, bid packages, diligence)	4082 - 4945, 5203 - 5258 (note: no internal communications)
21	Communications with tenants	1736 - 4081, 4946 - 5059, 5071 - 5079, 5093 - 5114, 5118 - 5194
22	Communications regarding the Property, the Loan, or tenants, be they internal, with the substitute trustee, or with a non-party	Covered by other requests, but no internal communications
23	Documents regarding Lender's relationship to affiliates, including organizational charts and operating agreements	No production
24	Communications involving Lender or its affiliates regarding Debtor or its affiliates	No production

25	Documents and communications involving Lender or its affiliates regarding purchasing the loans of Debtor's affiliates	4082 - 4945 (relates to Culebra Crossing and 4th & Rio only)
26	Communications involving Lender or its affiliates regarding information obtained in the course of purchasing the note, or information regarding the Loan	No production
27	Duplicative of Request 26	N/A
28	Documents and communications regarding appraisals, opinions of value, or valuations of the Property	850 - 856, 1090 - 1518, 1441 - 1584
29	Communications, analyses, pro formas, offers or plans to sell, lease or develop the Property	No production
30	Documents and communications with real estate brokerages regarding Debtor, the Property, or Guarantor	No production
31	Documents and communications with the substitute trustee for Spring Custer regarding Debtor, the Property, or Guarantor	No production
32	Documents and communications regarding Lender's efforts to commence maintenance or work on the Property	See production that is responsive to Request 37
33	Documents and communications regarding the relationship between Lender and Deep Eddy Capital Management	No production
34	Documents and communications between Lender and Deep Eddy Capital Management	No production
35	Documents and communications between Mark Riley and any third party regarding the Property, the Loan, Debtor, or Guarantor	4082 - 5059
36	Documents and communications between Bryan Hardeman and any third party regarding the Property, the Loan, Debtor, or Guarantor	No production

37	Documents and communications between Justin Bayne and any third party regarding the Property, the Loan, Debtor, or Guarantor	5060 - 5114
38	Documents and communications between William Hardeman and any third party regarding the Property, the Loan, Debtor, or Guarantor	No production
39	Duplicative of Request 35	N/A